

<b>SCC eFile</b>	<b>2013 ANNUAL REPORT</b> <b>COMMONWEALTH OF VIRGINIA</b> <b>STATE CORPORATION COMMISSION</b>	<b>213542523</b>				
<div style="display: flex; justify-content: space-between;"> <div style="width: 60%;"> <p>1.) CORPORATION NAME:  <b>Southwest Airlines Co.</b></p> <p>2.) VA REGISTERED AGENT NAME AND OFFICE ADDRESS:  <b>CORPORATION SERVICE COMPANY</b>  <b>Bank of America Center, 16th Floor</b>  <b>1111 East Main Street</b></p> <p><b>RICHMOND, VA</b></p> <p>3.) CITY OR COUNTY OF VA REGISTERED OFFICE:  <b>RICHMOND CITY</b></p> <p>4.) STATE OR COUNTRY OF INCORPORATION:  <b>TX</b></p> </div> <div style="width: 35%;"> <p>DUE DATE: <b>9/30/2013</b></p> <p>SCC ID NO: <b>F1485426</b></p> <p>5.) STOCK INFORMATION</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;">CLASS</td> <td style="width: 50%;">AUTHORIZED</td> </tr> <tr> <td>COMMON</td> <td>2,000,000,000</td> </tr> </table> </div> </div>			CLASS	AUTHORIZED	COMMON	2,000,000,000
CLASS	AUTHORIZED					
COMMON	2,000,000,000					
<p>6.) PRINCIPAL OFFICE ADDRESS:</p> <p style="margin-left: 40px;">ADDRESS: 2702 LOVE FIELD DRIVE</p> <p style="margin-left: 40px;">CITY/ST/ZIP: DALLAS , TX 75235-1908</p>						
<p>7.) DIRECTORS AND PRINCIPAL OFFICERS:      All directors and principal officers must be listed. An individual may be designated as both a director and an officer.</p>						
<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%; vertical-align: top;"> NAME:                      NAN D. BARRY  TITLE:                      ASST SECRETARY  ADDRESS:                  2702 LOVE FIELD DRIVE  CITY/ST/ZIP/CO:          DALLAS, TX 75235-1908 </td> <td style="width: 50%; vertical-align: top; text-align: right;"> <input checked="" type="checkbox"/> OFFICER                      <input type="checkbox"/> DIRECTOR </td> </tr> </table>			NAME:                      NAN D. BARRY TITLE:                      ASST SECRETARY ADDRESS:                  2702 LOVE FIELD DRIVE CITY/ST/ZIP/CO:          DALLAS, TX 75235-1908	<input checked="" type="checkbox"/> OFFICER <input type="checkbox"/> DIRECTOR		
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NAME:                      GARY C. KELLY TITLE:                      PRESIDENT ADDRESS:                  2702 LOVE FIELD DRIVE CITY/ST/ZIP/CO:          DALLAS , TX 75235-1908	<input checked="" type="checkbox"/> OFFICER <input type="checkbox"/> DIRECTOR					

NAME:	GARY C. KELLY	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	CEO		
ADDRESS:	2702 LOVE FIELD DRIVE		
CITY/ST/ZIP/CO:	DALLAS , TX 75235-1908		
NAME:	GARY C. KELLY	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
TITLE:	CHAIRMAN		
ADDRESS:	2702 LOVE FIELD DRIVE		
CITY/ST/ZIP/CO:	DALLAS , TX 75235-1908		
NAME:	ROBERT EDWARD JORDAN	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	CCO		
ADDRESS:	2702 LOVE FIELD DRIVE		
CITY/ST/ZIP/CO:	DALLAS , TX 75235-1908		
NAME:	ROBERT EDWARD JORDAN	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	EVP		
ADDRESS:	2702 LOVE FIELD DRIVE		
CITY/ST/ZIP/CO:	DALLAS , TX 75235-1908		
NAME:	TAMMY N. ROMO	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	CFO		
ADDRESS:	2702 LOVE FIELD DRIVE		
CITY/ST/ZIP/CO:	DALLAS , TX 75235-1908		
NAME:	TAMMY N. ROMO	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	SVP-FINANCE		
ADDRESS:	2702 LOVE FIELD DRIVE		
CITY/ST/ZIP/CO:	DALLAS, TX 75235-1908		
NAME:	MICHAEL G. VAN DE VEN	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	EVP		
ADDRESS:	2702 LOVE FIELD DRIVE		
CITY/ST/ZIP/CO:	DALLAS , TX 75235-1908		
NAME:	MICHAEL G. VAN DE VEN	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	COO		
ADDRESS:	2702 LOVE FIELD DRIVE		
CITY/ST/ZIP/CO:	DALLAS , TX 75235-1908		
NAME:	ARTHUR JEFFERSON LAMB	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	CP & ADMIN		
ADDRESS:	2702 LOVE FIELD DRIVE		
CITY/ST/ZIP/CO:	DALLAS , TX 75235-1908		
NAME:	ARTHUR JEFFERSON LAMB	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	EVP		
ADDRESS:	2702 LOVE FIELD DRIVE		
CITY/ST/ZIP/CO:	DALLAS , TX 75235-1908		
NAME:	DANIEL D. VILLANUEVA	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
TITLE:	DIRECTOR		
ADDRESS:	2702 LOVE FIELD DRIVE		
CITY/ST/ZIP/CO:	DALLAS , TX 75235-1908		

NAME:	JOHN T. MONTFORD	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
TITLE:	DIRECTOR		
ADDRESS:	2702 LOVE FIELD DRIVE		
CITY/ST/ZIP/CO:	DALLAS , TX 75235-1908		
NAME:	DOUGLAS H. BROOKS	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
TITLE:	DIRECTOR		
ADDRESS:	2702 LOVE FIELD DRIVE		
CITY/ST/ZIP/CO:	DALLAS , TX 75235-1908		
NAME:	JOHN G. DENISON	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
TITLE:	DIRECTOR		
ADDRESS:	2702 LOVE FIELD DRIVE		
CITY/ST/ZIP/CO:	DALLAS , TX 75235-1908		
NAME:	DAVID W. BIEGLER	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
TITLE:	DIRECTOR		
ADDRESS:	2702 LOVE FIELD DRIVE		
CITY/ST/ZIP/CO:	DALLAS , TX 75235-1908		
NAME:	THOMAS M. NEALON	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
TITLE:	DIRECTOR		
ADDRESS:	2702 LOVE FIELD DRIVE		
CITY/ST/ZIP/CO:	DALLAS , TX 75235-1908		
NAME:	NANCY B. LOEFFLER	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
TITLE:	DIRECTOR		
ADDRESS:	2702 LOVE FIELD DRIVE		
CITY/ST/ZIP/CO:	DALLAS , TX 75235-1908		
NAME:	WILLIAM H. CUNNINGHAM	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
TITLE:	DIRECTOR		
ADDRESS:	2702 LOVE FIELD DRIVE		
CITY/ST/ZIP/CO:	DALLAS , TX 75235-1908		
NAME:	J. VERONICA BIGGINS	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
TITLE:	DIRECTOR		
ADDRESS:	2702 LOVE FIELD DRIVE		
CITY/ST/ZIP/CO:	DALLAS , TX 75235-1908		
NAME:	MARK R. SHAW	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	SECRETARY		
ADDRESS:	2702 LOVE FIELD DRIVE		
CITY/ST/ZIP/CO:	DALLAS , TX 75235-1908		
NAME:	MARK R. SHAW	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	VICE PRESIDENT		
ADDRESS:	2702 LOVE FIELD DRIVE		
CITY/ST/ZIP/CO:	DALLAS , TX 75235-1908		
NAME:	MARK R. SHAW	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	GENERAL COUNSEL		
ADDRESS:	2702 LOVE FIELD DRIVE		
CITY/ST/ZIP/CO:	DALLAS , TX 75235-1908		

NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	DAVID CHRISTOPHER MONROE TREASURER 2702 LOVE FIELD DRIVE DALLAS , TX 75235-1908	<input checked="checked" type="checkbox"/> OFFICER  <input type="checkbox"/> DIRECTOR	
I AFFIRM THAT THE INFORMATION CONTAINED IN THIS ELECTRONIC REPORT IS ACCURATE AND COMPLETE AS OF THE DATE BELOW AND THAT I AM LEGALLY AUTHORIZED TO SIGN THIS REPORT.			
/s/ TAMMY N.ROMO SIGNATURE OF DIRECTOR/OFFICER LISTED IN THIS REPORT	TAMMY N.ROMO, PRINTED NAME AND CORPORATE TITLE	9/11/2013 DATE	
It is a Class 1 misdemeanor for any person to sign a document, which includes this electronic record, that is false in any material respect with the intent that the document be delivered to the Commission for filing.			